

February 20, 2004

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NH Water Council
C/O Michael Sclafani, Appeals Clerk
29 Hazen Drive
PO Box 95
Concord, NH 03302-0095

04-05 WC

**RE: Notice of Appeal of Administrative Order No. WD 04-001 filed herewith
Docket #: [To Be Determined]**

Motion for Stay

Ladies and Gentlemen:

Freudenberg-NOK General Partnership through its attorneys, Stebbins, Lazos & Van Der Beken, PA, has this day filed a Notice of Appeal from the above referenced Administrative Order with the New Hampshire Water Council.

On behalf of Freudenberg NOK , we request that the Council stay any action on the Notice of Appeal because of the following:

A title search has determined that the title to the Upper IPC Dam #031.03 may have been transferred to the State of New Hampshire by action at law pursuant to the terms of two (2) Quitclaim Deeds dated December 22, 1964 from (i) Public Service Company of New Hampshire to International Packings Corporation recorded at Book 1013, Page 44 of the Grafton County Registry of Deeds, and from (ii) Public Service Company of New Hampshire to The State of New Hampshire recorded at Book 1012, Page 544 of said Registry. Both deeds are attached hereto.

Freudenberg NOK believes that as a result of its discontinuance of electricity generation after April 2002 that, effective 12 months from such discontinuance (i.e., after April 2003), title transferred to the State of New Hampshire.

Freudenberg NOK and the Department of Environmental Services, Water Division, have agreed to exchange information for purposes of confirming legal title in the Upper IPC

STEBBINS, LAZOS & VAN DER BEKEN
PROFESSIONAL ASSOCIATION

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Dame #031.03. Such a determination, if it confirms title is in the State of New Hampshire, would render the Administrative Order moot and unnecessary.

Therefore, we respectfully request that the Council stay its consideration of the Notice of Appeal for a period of thirty (30) days or until receipt of an agreed title determination by Freudenberg NOK and the Water Division. Attorney Mark Harbaugh has informed us that the NHDES assents to this request.

Sincerely,
Freudenberg-NOK General Partnership
By its Attorneys
Stebbins, Lazos & Van Der Beken, PA

COPY
By: _____

Nicholas J. Lazos
66 Hanover Street, Suite #301
Manchester, NH 03101
603-627-3700

CC: Mark R. Harbaugh, Esquire
DES Legal Unit
James Gallagher, Jr. PE
Chief Water Resource Engineer
Robert Evans, Esquire

Certificate of Service

I hereby Certify that I a copy of the foregoing Motion for Stay was hand delivered this 20th day of February, 2004 to Mark R. Harbaugh, Esquire and James Gallagher, Jr. PE.

COPY

Nicholas J. Lazos